STATE MINERAL AND ENERGY BOARD DOCKET REVIEW COMMITTEE ITEMS REQUIRING BOARD APPROVAL NOVEMBER 9, 2011

A. STATE AGENCY LEASES NOVEMBER 9, 2011

La. R.S. 30:151 identifies the term "agency" as a levee district, drainage district, road district, school district, school board, or other board, commission, parish, municipality, state university, state college, state penal or charitable institution or agency, unit or institution of the state or subdivision thereof.

La. R.S. 30:155 provides that, if an agency doesn't want the Mineral and Energy Board to do its mineral leasing, it may do its own mineral leasing, the lease given must still be approved by the State Mineral and Energy Board under R.S. 30:158.

La. R.S. 30:156 provides that, if an agency wants to mineral lease its own property, it must follow the same leasing process as the State does, including advertising, sealed bids, etc.

La. R.S. 30:158 provides that, if a mineral lease given by an agency of its own property is not approved by the Mineral and Energy Board, it is an absolutely void lease.

Pursuant to the above statutory authority, listed below are leases given by state agencies and submitted for State Mineral and Energy Board approval. The staff examines the documents submitted to make sure that the agency follows all of the steps this office goes through in leasing State owned acreage and that the document has been properly notarized.

1. STATE AGENCY LEASE (A)

PLAQUEMINES PARISH, LOUISIANA

An Oil, Gas and Mineral Lease from the Plaquemines Parish Government, dated August 25, 2011, awarded to K-Exploration Co., covering lands situated in Sections 1 and 12, Township 20 South, Range 19 East, and in Sections 6 and 7, Township 20 South, Range 20 East, Grand Prairie Levee District, Plaquemines Parish, Louisiana, with further contractual obligations being more enumerated in the instrument.

BIDDER AND LESSEE BONUS RENTAL

ROYALTIES

TERM

: K- Exploration Company : \$177,670.00 (\$326.00/acre)

: \$88,835.00

: 25% on oil, gas and other minerals

: Three years

There was only one bid submitted. (Current rider attached)

La. R.S. 30:128 (A) provides that no transfer or assignment in relation to any lease of minerals or mineral rights owned by the state shall be valid unless approved by the State Mineral and Energy Board. Additionally, transfers or assignments shall not be granted to prospective leaseholders that are not currently registered with the office of mineral resources.

This sections deals with such transfers of interest in state mineral leases in the form of assignments of rights, subleases, and stipulations of interest. It also deals with transfers such as mergers or changes of names, which act as an assignment of interest to the newly named or emerging entity from a merger. Accompanying each of the items submitted in this section was an Ownership Transfer Form (formerly called a Form B) listing the pre- transfer ownership interest in the lease and the post- transfer ownership interest. Each document is carefully checked by the staff to ensure that the interest transfer figures are consistent, that our ownership records are complete and that all form requirements are met.

1. ASSIGNMENT AND CORRECTION OF ASSIGNMENT

STATE LEASE NO. 6111, Caddo and DeSoto Parishes, Louisiana

An Assignment and Correction of Assignment from Perry Gregory Holloway and JoAnn Cathey Holloway to Holloway Energy, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 6111, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

<u>Holloway Energy, L.L.C.</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

2. ASSIGNMENT

STATE LEASE NO. 6111, Caddo and DeSoto Parishes, Louisiana

An Assignment from Holloway Energy, L.L.C to Cohort Energy Exchange, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 6111, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

<u>Cohort Energy Exchange, L.L.C.</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

3. ASSIGNMENT

STATE LEASE NO. 6111, Caddo and DeSoto Parishes, Louisiana

An Assignment from Cohort Energy Exchange, L.L.C. to Cohort Energy Company, of all of Assignor's right, title and interest in and to State Lease No. 6111, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

<u>Cohort Energy Company</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

4. ASSIGNMENT

STATE LEASE NOS. 20526 and 20527, St. Mary Parish, Louisiana

An Assignment from Ridgewood Energy Corporation, of an undivided interest to the following in the proportions set out below:

Ridgewood Energy P Fund, LLC	6.25%
Ridgewood Energy W Fund, LLC	6.25%
Ridgewood Energy Y Fund, LLC	6.25%
Ridgewood Energy A-1 Fund, LLC	25.00%
Ridgewood Energy Gulf of Mexico Oil and	6.25%

in and to State Lease Nos. 20526 and 20527, St. Mary Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Phoenix Exploration Louisiana C LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

5. ASSIGNMENT

STATE LEASE NOS. 19199, 19200, 19202, 19203, 19204, 19205, 19206, 19207 and 19232, Lafourche and St. Charles Parishes, Louisiana

An Assignment from Sunie Marchbanks, DDS to Ironstone Energy, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 19199, 19200, 19202, 19203, 19204, 19205, 19206, 19207 and 19232, Lafourche and St. Charles Parishes, Louisiana, with further particulars being stipulated in the instrument.

Expert Oil & Gas, LP is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

6. ASSIGNMENT

STATE LEASE NO. 20517, Allen Parish, Louisiana

An Assignment from Tensas Delta Exploration Company, LLC to TDX Energy, LLC, of all of Assignor's right, title and interest in and to State Lease No. 20517, Allen Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>TDX Energy</u>, <u>LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

7. ASSIGNMENT

STATE LEASE NO. 20181, Vermilion Parish, Louisiana

An Assignment from GG Oil & Gas 1, Inc., of all of Assignor's right, title and interest to the following in the proportions set out below:

PetroQuest Energy, L.L.C.

1/3rd of 4.750000% of 8/8ths

Walter Oil & Gas Corporation

1/3rd of 4.750000% of 8/8ths

Stone Energy Corporation

1/3rd of 4.750000% of 8/8ths

in and to State Lease No. 20181, Vermilion Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>PetroQuest Energy, L.L.C.</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

8. ASSIGNMENT

STATE LEASE NO. 18949, Cameron Parish, Louisiana

An Assignment from LLOG Exploration Company, L.L.C. to LLOG Exploration & Production Company, L.L.C., a 1.00% of 8/8ths interest in and to State Lease No. 18949, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>LLOG Exploration & Production Company, L.L.C.</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

ASSIGNMENT

STATE LEASE NO. 20480, Acadia Parish. Louisiana

An Assignment from Orbit Energy, Inc., of all of Assignor's right, title and interest to the following in the proportions set out below:

Zachry Exploration, LLC	53.00000% of 8/8ths
SEP Holdings II, LLC	20.00000% of 8/8ths
Orbit Energy Partners, LLC	19.47372% of 8/8ths
Kash Oil & Gas, Inc.	1.75336% of 8/8ths
Hunter Exploration Co., Inc.	2.50000% of 8/8ths
Horizon Resource Management, LLC	2.92222% of 8/8ths
Island Energy LLC	0.35070% of 8/8ths

in and to State Lease No. 20480, Acadia Parish, Louisiana, with further particulars being stipulated in the instrument.

Orbit Energy Partners, LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

10. ASSIGNMENT

STATE LEASE NOS. 20568, 20569 and 20570, Cameron Parish, Louisiana

An Assignment from Catapult Exploration, LLC, of all of Assignor's right, title and interest to the following in the proportions set out below:

Walter Oil & Gas Corporation 31.33333%

BTA Oil Producers, LLC 31.33333%

Manti Equity Partners, LP 29.45334%

Manti Exploration & Production, Inc. 1.88000%

in and to State Lease Nos. 20568, 20569 and 20570, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Walter Oil & Gas Corporation</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

11. ASSIGNMENT

STATE LEASE NO. 18804, East Baton Rouge Parish, Louisiana

An Assignment from BP America Production Company to Hilcorp Energy I, L.P., of all of Assignor's right, title and interest in and to State Lease No. 18804, East Baton Rouge Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Hilcorp Energy I, L.P.</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

12. ASSIGNMENT

STATE LEASE NOS. 4318 and 18155, Pointe Coupee Parish, Louisiana

An Assignment from BP America Production Company to Hilcorp Energy I, L.P., of all of Assignor's right, title and interest in and to State Lease Nos. 4318 and 18155, Pointe Coupee Parish, Louisiana, with further particulars being stipulated in the instrument.

Hilcorp Energy I, L.P. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

13. ASSIGNMENT

STATE LEASE NO. 724, Terrebonne Parish, Louisiana

An Assignment from IPR USA Corp to Wynn-Crosby Partners I, Ltd., 50% of Assignor's right, title and interest in and to State Lease No. 724, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

Wynn-Crosby Partners I, Ltd. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

14. ASSIGNMENT

STATE LEASE NO. 7028, Caddo and DeSoto Parishes, Louisiana

An Assignment from Perry Gregory Holloway, et ux to Holloway Energy, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 7028, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

<u>J-W Operating Company</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

15. ASSIGNMENT

STATE LEASE NO. 7028, Caddo and DeSoto Parishes, Louisiana

An Assignment from Holloway Energy, L.L.C. to Cohort Energy Exchange, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 7028, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

<u>J-W Operating Company</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

16. ASSIGNMENT

STATE LEASE NO. 7028, Caddo and DeSoto Parishes, Louisiana

An Assignment from Cohort Energy Exchange, L.L.C. to Cohort Energy Company, of all of Assignor's right, title and interest in and to State Lease No. 7028, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

<u>J-W Operating Company</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

17. ASSIGNMENT

STATE LEASE NOS. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana

An Assignment from Poydras Energy Partners, LLC to Triumph Energy I, LLC, an undivided 0.9167 % interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Triumph Energy I, LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

18. ASSIGNMENT

STATE LEASE NOS. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana

An Assignment from Triumph Energy I, LLC to EMS 2 GmbH & Co. KG, an undivided .333% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Triumph Energy I, LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

19. ASSIGNMENT

STATE LEASE NOS. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana

An Assignment from Triumph Energy I, LLC to Stewart Gross, an undivided 2% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Triumph Energy I, LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

20. ASSIGNMENT

STATE LEASE NOS. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana

An Assignment from Triumph Energy I, LLC to Hansarben Ventures, LLC, an undivided 1.0% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Triumph Energy I, LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

21. ASSIGNMENT

STATE LEASE NOS. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana

An Assignment from Triumph Energy I, LLC to Samuel Perelson, an undivided 1% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Triumph Energy I, LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

22. ASSIGNMENT

STATE LEASE NOS. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana

An Assignment from Triumph Energy I, LLC to Pylon Performance Fonds GmbH & Co. KG, an undivided 2.667% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Triumph Energy I, LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

23. ASSIGNMENT

STATE LEASE NOS. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana

An Assignment from Triumph Energy I, LLC to Roky Operating, LLC, an undivided 4.1667% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Triumph Energy I, LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

24. ASSIGNMENT

STATE LEASE NOS. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana

An Assignment from Triumph Energy I, LLC to Texas Allied Petroleum, Inc., an undivided 2.0% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>Triumph Energy I, LLC</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

25. ASSIGNMENT

STATE LEASE NOS. 18383 and 18384, Plaquemines Parish, Louisiana

An Assignment from Medco Energi US LLC to S2 Energy 1, LP, of all of Assignor's right, title and interest in and to State Lease Nos. 18383 and 18384, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

<u>S2 Energy 1, LP</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

26. ASSIGNMENT

STATE LEASE NOS. 20537, 20550 and 20670, East Feliciana and St. Helena Parishes, Louisiana

An Assignment from Carla Petroleum, Inc. to Trek Resources, Inc., of all of Assignor's right, title and interest in and to State Lease Nos. 20537, 20550 and 20670, East Feliciana and St. Helena Parishes, Louisiana, with further particulars being stipulated in the instrument.

<u>Trek Resources, Inc.</u> is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

27. ASSIGNMENT

STATE LEASE NOS. 4477, Catahoula Parish, Louisiana STATE LEASE NO. 17984, Catahoula and Concordia Parishes, Louisiana

An Assignment from Mass Resources, Inc. to CTR Oil, Inc., of all of Assignor's right, title and interest in and to State Lease No. 4477, Catahoula Parish, Louisiana, **AND** an Assignment from CTR Oil, Inc. to Jat's Investment Group, Inc., of all of Assignor's right, title and interest in and to State Lease No. 17984, Catahoula and Concordia Parishes, Louisiana, with further particulars being stipulated in the instrument.

CTR Oil, Inc. is designated as the joint account Lessee (contact person) of State Lease No. 4477 pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

<u>Jat's Investment Group, Inc.</u> is designated as the joint account Lessee (contact person) of State Lease No. 17984 pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

28. CORRECTION OF RESOLUTION

STATE LEASE NOS. 15593 and 15993, Cameron Parish, Louisiana

A Correction of Resolution No. 2 from the October 12, 2011 Meeting, being an Assignment and Correction of Assignment from Indigo Minerals LLC to Condor Petroleum, Inc., whereas State Lease No. 15593 was incorrectly added to said resolution and is hereby being deleted, **AND** whereas State Lease No. 15993 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 15593 and 15993, Cameron Parish, Louisiana.

C. DEPARTMENT OF WILDLIFE AND FISHERIES STATE AGENCY LEASE TRANSFERS NOVEMBER 9, 2011

The State Agency Leases require that any transfer of interest be approved by the Agency prior to the transfer. By Co-operative Endeavor Agreement, dated effective December 18, 2009, the Office of Mineral Resources has assumed responsibility for the administration of all State Agency Leases awarded by or on behalf of the said Department of Wildlife and Fisheries.

This section deals with transfers of interests in those State Agency Leases for the Department of Wildlife and Fisheries now under administration by the Office of Mineral Resources as staff of the Louisiana State Mineral and Energy Board and for which approval by the Board is being requested. Accompanying each item submitted in this section was an Ownership Transfer Form (Form-B) listing the pre-transfer and post-transfer interest of all party lease owners in the lease(s) herein set forth. Each document is carefully checked by the staff to ensure that the interest transfer figures are consistent with and reflect the interest in our records; and further, that all form requirements are met.

No items received for this category.

D. ADVERTISED PROPOSALS NOVEMBER 9, 2011

La. R.S. 30:129.1 provides that certain types of agreements entered into by the State with respect to its mineral leasing activity must be advertised within a specific time of the State Mineral and Energy Board meeting at which those agreements will be acted on.

These items are called advertised items. They consist of unitization agreements, lease amendments, gas production contracts, amendments, compromise agreements and other types of agreements. These items are checked by the staff to make sure that the contents of the agreement correctly reflect the understanding of all parties, that the form is authentic and properly notarized and that the items have met the statutory advertisement requirements.

1. UNITIZATION AGREEMENT (11-36)

STATE LEASE NO. 20434, Terrebonne Parish, Louisiana

A Unitization Agreement presented by CL&F Resources LP, to create a 186.789 acre unit, identified as the "Kent Bayou Field VUA", with 17.665 acres being attributable to State Lease No. 20434 and the remaining acreage being attributable to private ownership, Kent Bayou Field, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

2. LEASE EXTENSION AGREEMENT (11-37)

STATE LEASE NO. 19949, Jefferson Parish, Louisiana

A Lease Extension Agreement presented by Clayton William Energy Company, whereas said party desires to amend Paragraph 2 and Paragraph 6 of State Lease No. 19949, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument.

3. POOLING AND UNITIZATION AGREEMENT (11-38)

STATE LEASE NO. 19930, Concordia Parish, Louisiana

A Pooling and Unitization Agreement presented by Bay Gas, LLC, et al, whereas said parties desire to pool, combine and unitize tracts of land, to create a 245 acre unit, more or less, identified as the "VUA; SL 19930", with 105 acres being attributable to State Lease No. 19930 and the remaining acreage being attributable to private ownership, Concordia Parish, Louisiana, with further particulars being stipulated in the instrument.

D. ADVERTISED PROPOSALS NOVEMBER 9, 2011

4. LEASE AMENDMENT (11-39)

STATE LEASE NOS. 19938, 19939 and 20042, Cameron Parish, Louisiana

A Lease Amendment presented by Crawford Hughes Energy, LLC, whereas said party desires to amend the Lease by the addition and inclusion of Paragraph 6(d)(i), affecting State Lease Nos. 19938, 19939 and 20042, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

5. OPERATING AGREEMENT (11-40)

LAFOURCHE PARISH, LOUISIANA

An Operating Agreement presented by and between the State Mineral and Energy Board and Manti Equity Partners LP, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 23.5% before payout, increasing to 24% after payout in and to the Operating Tract, whereas Operator desires and intends to re-establish production from the "VUC; Badger Fee 55 Well No. 1", Lafourche Parish, Louisiana, containing 80.869 acres, more or less, covering a portion of former State Lease No. 19712, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument.

6. THIRD AMENDMENT AND RATIFICATION OF AGREEMENT (11-41)

STATE LEASE NO. 340, Iberia, St. Mary and Vermilion Parishes, Louisiana

A Third Amendment and Ratification of State Lease No. 340 Agreement between the State of Louisiana, The Louisiana Department of Natural Resources and the Louisiana State Mineral and Energy Board and McMoRan Oil & Gas, LLC, whereas said parties desire to ratify, confirm and adopt the agreement as amended, affecting State Lease No. 340, Mound Point and Lighthouse Fields, Iberia and Vermilion Parishes, Louisiana, with further particulars being stipulated in the instrument.